

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	:	Chapter 11
	:	
RIVERAIR LLC, et al.,	:	Case No. 04-17586 (SMB)
	:	
Debtors.	:	Jointly Administered
-----X	:	

**ORDER DISMISSING THE CHAPTER 11
CASE FILED BY RIVERAIR LLC FOR LACK OF
AUTHORIZATION TO FILE A PETITION FOR RELIEF**

Upon the Motion¹ of Neustar Realty LLC (“Neustar”) and Samdor Development LLC (“Samdor” and together with Neustar, “N&S”), for an Order pursuant to sections 105 and 301 of Title 11 of the United States Code (“Bankruptcy Code”), dismissing the chapter 11 case filed by RiverAir LLC, one of the above-captioned debtors, (“RiverAir”) for lack of authorization to file a petition for relief with this Court; and adequate notice of the Motion having been given; and RiverAir, RiverAir Holding LLC, and River Air II LLC, all debtors and debtors-in-possession (collectively, “Debtors”) having filed a response, dated January 25, 2005, to the relief requested in the Motion (“Response”); and N&S having filed a reply, dated February 2, 2005, to the Debtors’ Response (“Reply”); a hearing to consider the Motion having been held before this Court on February 3, 2005; and the Court having found that N&S provided adequate notice under the Pledge Agreement to become vested with voting rights and management control of RiverAir; and the Court having also found that, under the terms of the Pledge Agreement, Holding lacked the requisite authority to authorize the filing of RiverAir’s chapter 11 case; and it appearing that good and sufficient cause exists for the relief requested in the Motion; and after due deliberation having been had; it is hereby

~~ORDERED, that the Motion is granted; and it is further~~ **SMB 2/3/05**

ORDERED, that the chapter 11 case of RiverAir LLC, currently pending in this Court under chapter 11 case No. 04-17586, be and hereby is dismissed; and it is further

ORDERED, that the requirement set forth in Rule 9013-1(b) of the Local Rules for the United States Bankruptcy Court for the Southern District of New York that any motion filed shall have an accompanying memorandum of law is hereby waived and dispensed with respect to this Motion.

Dated: New York, New York
February 3, 2005

/s/ STUART M. BERNSTEIN
UNITED STATES BANKRUPTCY JUDGE

¹ All capitalized terms used but not defined herein shall have the same meaning ascribed to them in the Motion.